



UNITEDSTATES SECURITIES AND EXCHANGE COM Washington, D.C. 20549



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ANNUAL AUDITED REPORTMell Processing Section **FORM X-17A-5** 

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PART III

FACING PAGE Washington, DC Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINN	JING_ <u>01/01/2007</u>	AND ENDING_12/31/2007	<u> </u>
	MM/DD/YY		MM/DD/YY
A	. REGISTRANT IDENTIFICAT	ION	
NAME OF BROKER-DEALER: Reds	tone Consulting, LLC <b>DBA</b> = CONI	XERA SECURITIES	FFICIAL USE ONLY
ADDRESS OF PRINCIPAL PLACE O	F BUSINESS: (Do not use P.O. Box N	lo.)	FIRM I.D. NO.
109 N. Post Oak Lane, Suite 200			
	(No. and Street)		
Houston	Texas	77024	
(City)	(State)	(Zip Coo	de)
NAME AND TELEPHONE NUMBER David Solomon	OF PERSON TO CONTACT IN REG.		66-1899
		(Area	Code – Telephone Number
B.	ACCOUNTANT IDENTIFICATION	ΓΙΟΝ	
INDEPENDENT PUBLIC ACCOUNT  UHY LLP	ANT whose opinion is contained in thi	s Report*	
	(Name - if individual, state last, first, i	niddle name)	
12 Greenway Plaza, Suite 1202	Houston	Texas	77046
(Address)	(City)	(State)	(Zip Code)
CHECK ONE:		PROCES	<b>n=</b> -
Certified Public Account	tant	- INCES	SED
☐ Public Accountant		PROCESS MAR 2 0 20	<b>108</b>
☐ Accountant not resident	in United States or any of its possessio	ns. THOMSON	9
	FOR OFFICIAL USE ONL		<u> </u>
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\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)



# OATH OR AFFIRMATION

I, Dav	rid Solomon		, swear (or affirm) that, to the best of
	owledge and belief the accompanying financone Consulting, LLC	ial statement	and supporting schedules pertaining to the firm of
of_D	December 31	20_07	, are true and correct. I further swear (or affirm) that
		rincipal office	er or director has any proprietary interest in any account
Timpool of the second	MARIE E. TURNER  Notary Public, State of Texas  My Commission Expires  April 25, 2009		Signature Designated Principal
	Marie E. Luner Notary Public		Title
(a) (b) (c) (c) (c) (d) (d) (e) (f) (g) (J) (h) (J) (j) (k) (J) (k) (J) (J) (J) (J) (J) (J) (J) (J) (J) (J	Computation for Determination of the Res  A Reconciliation between the audited and consolidation.  An Oath or Affirmation.	ion. quity or Partne dinated to Cla e Requiremen Control Requ planation of th serve Requires unaudited Sta	ts Pursuant to Rule 15c3-3. irements Under Rule 15c3-3. ne Computation of Net Capital Under Rule 15c3-1 and the
`	<ul> <li>A copy of the SIPC Supplemental Report.</li> <li>A report describing any material inadequac</li> </ul>		tist or found to have existed since the date of the previous audit.

<sup>\*\*</sup>For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

# REDSTONE CONSULTING, LLC

# INDEPENDENT AUDITORS' SUPPLEMENTARY REPORT ON INTERNAL CONTROL

**DECEMBER 31, 2007** 



12 Greenway Plaza, Suite 1202 Houston, Texas 77046-1289

Phone 713-561-6500 Fax 713-968-7128

Fax 713-968-7128 Web www.uhy-us.com

## Independent Auditors' Report on the Internal Control Required by SEC Rule 17a-5

Board of Directors Redstone Consulting, LLC

In planning and performing our audit of the financial statements and supplemental schedule of Redstone Consulting, LLC (the "Company") for the year ended December 31, 2007, we considered its internal control, including control activities for safeguarding securities, in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on internal control.

Also, as required by rule 17a-5(g)(1) of the Securities Exchange Commission ("SEC"), we have made a study of the practices and procedures followed by the Company including tests of such practices and procedures that we considered relevant to the objectives stated in rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

- 1. Making quarterly securities examinations, counts, verifications, and comparisons and recordation of differences required by rule 17a-13
- 2. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System
- 3. Obtaining and maintaining physical possession or control of all fully paid and excess margin securities of customers as required by rule 15c3-3.

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of controls and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable but not absolute assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in accordance with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in internal control or the practices and procedures referred to above, error or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

Our consideration of internal control would not necessarily disclose all matters in internal control that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of one or more of the internal control components does not reduce to a relatively low level the risk that misstatements caused by error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving internal control, including control activities for safeguarding securities, that we consider to be material weaknesses as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at December 31, 2007, to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the SEC, the Financial Industry Regulatory Authority (formerly the National Association of Securities Dealers, Inc.), and other regulatory agencies that rely on rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulation of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

UHYLLP

Houston, Texas February 13, 2008

# REDSTONE CONSULTING, LLC FINANCIAL STATEMENTS DECEMBER 31, 2007 AND 2006

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12 Greenway Plaza, Suite 1202 Houston, Texas 77046-1289

Phone

713-561-6500

Fax Web 713-968-7128 www.uhy-us.com

### Independent Auditors' Report

To the Board of Directors Redstone Consulting, LLC

We have audited the accompanying statements of financial condition of Redstone Consulting, LLC as of December 31, 2007 and 2006, and the related statements of operations, member's equity and cash flows for the years then ended that you are filing pursuant to rule 17a-5 under the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Redstone Consulting, LLC as of December 31, 2007 and 2006, and the results of its operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedule I is presented for the purpose of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

UHYLLP

Houston, Texas February 13, 2008

# REDSTONE CONSULTING, LLC STATEMENTS OF FINANCIAL CONDITION

	December 31,		
	2007	2006	
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	\$ 711,745	\$ 629,145	
Fees receivable	532,952	702,566	
Prepaid expenses	53,896	32,253	
TOTAL CURRENT ASSETS	1,298,593	1,363,964	
PROPERTY AND EQUIPMENT			
Furniture and fixtures	189,234	164,057	
Equipment	33,704	33,696	
Computers	62,900	74,507	
Software	33,332	41,101	
Leasehold improvements	117,408	100,338_	
	436,578	413,699	
Less: accumulated depreciation	263,245	272,694	
NET PROPERTY AND EQUIPMENT	173,333	141,005	
OTHER ASSETS	8,785	8,785	
TOTAL ASSETS	\$ 1,480,711	\$ 1,513,754	
LIABILITIES AND MEMBER'S EQUITY			
LIABILITIES			
Accounts payable	\$ 40,386	\$ 41,582	
Accrued expenses	536,732	427,371	
TOTAL LIABILITIES	577,118	468,953	
MEMBER'S EQUITY	903,593	1,044,801	
TOTAL LIABILITIES AND MEMBER'S EQUITY	\$ 1,480,711	\$ 1,513,754	

# REDSTONE CONSULTING, LLC STATEMENTS OF OPERATIONS

	Year Ended December 31,		
	2007	2006	
DEVENITES			
REVENUES Placement fees	\$ 1.581.591	\$ 1,369,204	
Investment advisory fees	\$ 1,581,591 5,590,485		
Commissions	423,411		
Gain on trading account	98,929	•	
Interest income	383,547	•	
Miscellaneous	69,003	· · · · · · · · · · · · · · · · · · ·	
TOTAL REVENUES	8,146,966		
TOTAL REVENUES	8,140,900	1,301,214	
EXPENSES			
Management fees	2,615,861	2,297,132	
Salaries	3,639,293		
Clearance fees	486,356		
Other operating expenses	608,050	646,661	
Occupancy and equipment rental	396,934	•	
Professional and consulting fees	85,151	71,292	
Payroll taxes	161,484	135,087	
Subscriptions and dues	150,008	132,809	
Travel	47,944	42,109	
Insurance	145,409	88,737	
Licensing and registration fees	5,489	7,366	
Telephone	72,597	76,871	
TOTAL EXPENSES	8,414,576	6,960,653	
INCOME (LOSS) BEFORE STATE INCOME TAX			
EXPENSE	(267,610	426,561	
STATE INCOME TAX EXPENSE	(17,250	<u> </u>	
NET INCOME (LOSS)	\$ (284,860	\$ 426,561	

# REDSTONE CONSULTING, LLC STATEMENTS OF MEMBER'S EQUITY YEARS ENDED DECEMBER 31, 2007 AND 2006

Balance at January 1, 2006	\$	618,240
Net income		426,561
Balance at December 31, 2006		1,044,801
Contributions		143,652
Net loss		(284,860)
Balance at December 31, 2007	<u>\$</u> _	903,593

# REDSTONE CONSULTING, LLC STATEMENTS OF CASH FLOWS

	Year Ended December 31,			
		2007		2006
CASH FLOWS FROM OPERATING ACTIVITIES				<del></del>
Net income (loss)	\$	(284,860)	\$	426,561
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:				
Loss on retirement of property and equipment		333		-
Depreciation		38,570		59,065
Changes in operating assets and liabilities:		,		•
Fees receivable		169,615		(467,341)
Prepaid expenses		(21,643)		(8,910)
Accounts payable		(1,196)		(29,668)
Accrued expenses		109,361		(90,027)
NET CASH PROVIDED BY (USED IN)				<del> </del>
OPERATING ACTIVITIES		10,180		(110,320)
CASH FLOWS FROM INVESTING ACTIVITIES				
Purchase of property and equipment		(71,232)		(18,630)
NET CASH USED IN INVESTING ACTIVITIES		(71,232)		(18,630)
CASH FLOWS FROM FINANCING ACTIVITIES				
Contributions		143,652		
NET CASH PROVIDED BY FINANCING ACTIVITIES		143,652		
NET INCREASE (DECREASE) IN CASH AND CASH				
EQUIVALENTS		82,600		(128,950)
CASH AND CASH EQUIVALENTS - Beginning of year		629,145		758,095
Citation of the Experiment of Jam		020,110		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
CASH AND CASH EQUIVALENTS - End of year	\$	711,745	\$	629,145

## REDSTONE CONSULTING, LLC NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2007 AND 2006

# NOTE A - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization: Redstone Consulting, LLC (the "Company"), is a wholly-owned limited liability company subsidiary of The Redstone Companies, L.P. ("TRC"). The Company operates as an introducing broker on a fully disclosed basis and forwards all transactions to its clearing broker. Accordingly, the Company operates under the exemptive provisions of the Securities and Exchange Commission's (SEC) Rule 15c3-3(k)(2)(ii). The Company has offices located in Houston and San Antonio, Texas with customers located throughout the United States of America. Refer to Note G for further information regarding the subsequent event involving the office located in San Antonio, Texas. The Company issues financial statements on the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America. Accounting principles followed by the Company and the methods of applying those principles which materially affect the determination of financial position, results of operations and cash flows are summarized below:

Revenue Recognition: Securities transactions are recorded on a trade date basis. The Company also generates revenues earned from investment referrals based on various contracts it has with investment companies. Revenues are recognized on an accrual basis and based on terms defined in these agreements.

<u>Cash and Cash Equivalents</u>: The Company considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents.

<u>Property and Equipment</u>: Property and equipment are stated at cost and are depreciated using the straight-line method over the estimated useful lives of the related assets ranging from 5 to 7 years. Leasehold improvements are depreciated over the shorter of the lease term or estimated useful life. Major additions and improvements to property and equipment are capitalized and depreciated over the estimated useful lives. Routine maintenance and repair costs are expensed as incurred. When assets are retired or otherwise disposed of, the cost and related accumulated depreciation are removed from the accounts and any resulting gain or loss are reflected in income for the period.

The Company reviews its long-lived assets for impairment when events or changes in circumstances indicate that the book value of an asset may not be recoverable. The Company evaluates at each balance sheet date, whether events and circumstances have occurred which indicate possible impairment. The carrying value of a long-lived asset is considered impaired when the anticipated cumulative undiscounted cash flows of the related asset or group of assets is less than the carrying value. In that event, a loss is recognized based on the amount by which the carrying value exceeds the estimated fair market value of the long-lived asset. At December 31, 2007, no such impairment exists.

<u>Federal Income Taxes</u>: The net income or loss of the Company flows through to its member. Accordingly, no federal income taxes are included in the accompanying financial statements.

State Income Tax: In May 2006, the State of Texas enacted a bill that replaced the existing franchise tax with a margin tax. Effective January 1, 2007, the margin tax applies to legal entities conducting business in Texas, including previously non-taxable entities such as limited partnerships and limited liability partnerships. The margin tax is based on our Texas sourced taxable margin. The tax is calculated by applying a tax rate to a base that considers both revenues and expenses and therefore has the characteristics of an income tax. As a result, we recorded \$17,250 in state income tax for the year ended December 31, 2007 that is solely attributable to the Texas margin tax.

# REDSTONE CONSULTING, LLC NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2007 AND 2006

# NOTE A - ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

<u>Use of Estimates</u>: The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

#### NOTE B - CLEARING BROKER

The Company has an agreement with Bear Stearns Securities Corporation ("Clearing Broker") to perform various securities clearance services. The agreement with the Clearing Broker requires the Company to maintain net capital equal to the greater of the amount required by the SEC net capital rules or \$150,000.

### NOTE C - NET CAPITAL REQUIREMENTS

The Company is subject to the Securities and Exchange Commission's Uniform Net Capital Rule (rule 15c3-1) which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. At December 31, 2007, the Company had net capital of \$154,970, which was \$54,970 in excess of its minimum required net capital of \$100,000.

## NOTE D - COMMITMENTS AND CONTINGENCIES

The Company leases certain equipment under the terms of operating leases which expire at various times through February 2010. In addition, the Company leases office space from a related party on an informal basis. Future minimum lease payments under non-cancelable lease agreements are as follows:

	<u> </u>	43,100
2010		8,042
2009		16,544
2008	\$	18,514
Year Ending December 31,		

Total rent expense for 2007 and 2006 was \$391,562 and \$373,168, respectively, of which \$213,504 and \$205,684 was charged by the related party in 2007 and 2006, respectively.

The effects of the subsequent event referred to in Note G are reflected in the future minimum lease payments under non-cancelable lease agreements noted above.

REDSTONE CONSULTING, LLC NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2007 AND 2006

## NOTE E - CONCENTRATIONS OF CREDIT RISK

The Company is engaged in various trading and brokerage activities whose counterparties primarily include sophisticated financial institutions and individuals. In the event counterparties do not fulfill their obligations, the Company may be exposed to risk. The risk of default depends on the creditworthiness of the counterparty or issuer of the instrument. It is the Company's policy to review, as necessary, the credit standing of each counterparty with which it conducts business.

The Company maintains cash in bank deposit accounts which, at times, exceed federally insured limits. The Company has experienced no losses associated with these accounts.

## NOTE F - RELATED PARTY TRANSACTIONS

The Company has entered into a management agreement with TRC whereby the Company pays a monthly fee in return for use of TRC's employees and other administrative resources. The management agreement was terminated in October 2007. During 2007 and 2006, the Company was charged \$225,000 and \$300,000, respectively, in such fees to TRC. Such fees are included in management fee expense.

#### NOTE G - SUBSEQUENT EVENT

Effective January 1, 2008, the Company sold its San Antonio operations to certain employees of the Company. The employees of the San Antonio office will continue to be registered representatives of the Company for a transition period beginning January 1, 2008 and ending March 31, 2008. The effects of this transaction resulted in a \$104,908 net decrease to fixed assets subsequent to year end. In addition, all related lease commitments of the San Antonio office were assumed by the new ownership (see Note D).

SUPPLEMENTARY INFORMA	ATION

# REDSTONE CONSULTING, LLC SCHEDULE I - COMPUTATION OF NET CAPITAL UNDER RULE 15c3-1 OF THE SECURITIES AND EXCHANGE COMMISSION DECEMBER 31, 2007

TOTAL MEMBER'S EQUITY		\$	903,593
Deductions for nonallowable assets			
Fees receivable	\$ 470,311		
Other assets	8,785		
Property and equipment, net	173,333		
Prepaid expenses	53,896		
Cash equivalents	29,298		735,623
Other deductions	 		13,000
NET CAPITAL BEFORE HAIRCUTS ON SECURITIES			
POSITION			154,970
HAIRCUTS ON SECURITIES			
NET CAPITAL		\$	154,970
		-	
AGGREGATE INDEBTEDNESS			
Items included in statement of financial condition			
Accounts payable		\$	40,386
Accrued expenses		•	536,732
rectued expenses			
TOTAL AGGREGATE INDEBTEDNESS		\$	577,118
TOTAL AGGREGATE INDEBTEDATED			
COMPUTATION OF BASIC NET CAPITAL			
REQUIREMENTS			
Minimum net capital required (15:1 of total aggregate			
·		\$	38,475
indebtedness)		<u> </u>	30,473
		æ	100.000
Minimum dollar net capital requirement		\$	100,000
Net capital requirement (greater of above two minimum			
requirement amounts)		<u>\$</u>	100,000
EXCESS NET CAPITAL		\$	54,970_
		<del></del>	
Ratio: aggregate indebtedness to net capital			3.72:1
TOTAL MODITOR MANAGEMENT TO THE TAPPENT			

There is no material difference between the above computation and the Company's computation of net capital as reported in Company's Part II of Form X-17A-5 as of December 31, 2007.

